

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 7
)	
JH LIQUIDATING, INC. f/k/a)	Case No. 05-25909
JERNBERG INDUSTRIES, INC.; JSI)	(Jointly Administered)
LIQUIDATING, INC. f/k/a JERNBERG)	
SALES, INC; and)	Judge Jacqueline P. Cox
IM LIQUIDATING, LLC f/k/a IRON)	
MOUNTAIN INDUSTRIES, LLC,)	Hearing Date: December 20, 2012
)	Hearing Time: 9:30 a.m.
Debtors.)	

NOTICE OF SUPPLEMENTAL FINAL FEE APPLICATION

To: See Attached Service List

On November 29, 2012, McGuireWoods, LLP ("McGuireWoods") filed the Supplemental Final Application (the "Application") of McGuireWoods LLP for Allowance of Compensation And Reimbursement of Expenses As Counsel For the Trustee. McGuireWoods seeks \$18,727.50 in final compensation and \$587.97 in final expense reimbursement.

Copies of the Application and all supporting documentation are available for review upon written request to Paul J. Catanese, McGuireWoods LLP, 77 W. Wacker Drive, Suite 4100, Chicago, IL 60601, facsimile: (312) 920-3697, and electronic mail: pcatanese@mcguirewoods.com, or, with a valid password, through the PACER system on the website for the United States Bankruptcy Court for the Northern District of Illinois (Eastern Division) (the "Bankruptcy Court") at www.ilnb.uscourts.gov.

A hearing (the "Hearing") will be held on the Application on December 20, 2012, at the hour of 9:30 a.m. before the Honorable Jacqueline P. Cox, United States Bankruptcy Judge (or any judge who may be sitting in her stead) in Courtroom 680 of the Bankruptcy Court located at 219 South Dearborn Street, Chicago, Illinois.

Your rights may be affected. You should read these papers carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.

If you do not want the Court to grant the Application, then on or before December 20, 2012, you or your attorney must file a written Objection to the Application, which should explain the reasons why you object, with the Clerk of the Bankruptcy Court at 219 South Dearborn Street, Chicago, Illinois, and/or appear at the Hearing on December 20, 2012, at 9:30 a.m.

If you do not object, the Court may grant the relief requested.

Dated: November 29, 2012

By /s/ Paul J. Catanese
One of the Attorneys for
Richard J. Mason, Trustee

Richard J. Mason (ARDC #01787659)
Paul J. Catanese (ARDC #06292530)
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CERTIFICATE OF SERVICE

The undersigned, an attorney, certifies that he caused copies of the **Notice of the Supplemental Final Application of McGuireWoods LLP, Counsel to the Trustee, for Allowance of Compensation and Reimbursement of Expenses**, to be served upon those parties on the attached Service List via United States mail, proper postage affixed thereto this 29th day of November 2012. The entire motion, along with all exhibits, is being served upon all individuals whose e-mail addresses are registered with the ECF filing system.

/s/ Paul J. Catanese

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**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:) **Chapter 7**
)
JII LIQUIDATING, INC. f/k/a JERNBERG) **Case No. 05-25909**
INDUSTRIES, INC.; JSI LIQUIDATING, INC.) **(Jointly Administered)**
f/k/a JERNBERG SALES, INC; and)
IM LIQUIDATING, LLC f/k/a IRON) **Judge Jacqueline P. Cox**
MOUNTAIN INDUSTRIES, LLC,)
) **Hearing Date: December 20, 2012**
Debtors.) **Hearing Time: 9:30 a.m.**

**COVER SHEET FOR SUPPLEMENTAL FINAL APPLICATION FOR
PROFESSIONAL COMPENSATION FOR MCGUIREWOODS LLP AS COUNSEL FOR
THE TRUSTEE**

Name of Applicant: McGuireWoods LLP

Authorized to Provide Professional Services to: Richard J. Mason, Ch.7 Trustee

Date of Retention Order: October 7, 2005

Period for which Compensation is Sought: December 19, 2011 through March 1, 2012

Amount of Fees Sought: \$18,727.50

Amount of Expense Reimbursement Sought: \$587.97

This is a: Interim Application _____ Final Application X

If this is not the first application filed herein by this professional, disclose as to all prior fee applications:

Date Filed	Period Covered	Total Fees and Expenses Requested	Total Fees and Expenses Allowed
November 22, 2006	October 7, 2005 – July 31, 2006	\$482,141.71	\$477,628.00
August 13, 2007	August 1, 2006 – March 31, 2007	\$409,258.80	\$407,558.80
November 30, 2007	April 1, 2007 – July 31, 2007	\$392,241.65	\$392,241.65
July 31, 2008	August 1, 2007 – February 29, 2008	\$463,996.59	\$461,233.59

November 26, 2008	March 1, 2008 – September 30, 2008	\$390,131.54	\$389,347.56
May 29, 2009	October 1, 2008 – February 28, 2009	\$224,592.83	\$220,635.83
November 20, 2009	March 1, 2009 – October 31, 2009	\$667,135.63	\$662,645.90
April 30, 2010	November 1, 2009 – March 31, 2010	\$126,109.50	\$124,899.50
August 4, 2010	April 1, 2010 – June 30, 2010	\$84,735.73	\$84,735.73
November 23, 2010	July 1, 2010 – October 31, 2010	\$186,452.55	\$186,452.55
July 15, 2011	November 1, 2011 – June 30, 2011	\$195,923.57	195,923.47
November 22, 2012	July 1, 2011 – closing of the case	\$85,111.20	\$85,111.20
Total	October 7, 2005 – closing of the case	\$3,707,831.30	\$3,688,413.78

State the aggregate amount of fees and expenses paid to McGuireWoods to date for services rendered and expenses incurred herein is: **\$3,688,413.78.**

Dated: November 29, 2012

McGuireWoods LLP

By: /s/ Paul J. Catanese
One of its Attorneys

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**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 7
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JII LIQUIDATING, INC. f/k/a JERNBERG)	Case No. 05-25909
INDUSTRIES, INC.; JSI LIQUIDATING, INC.)	(Jointly Administered)
f/k/a JERNBERG SALES, INC; and)	
IM LIQUIDATING, LLC f/k/a IRON)	Judge Jacqueline P. Cox
MOUNTAIN INDUSTRIES, LLC,)	
)	Hearing Date: December 20, 2012
Debtors.)	Hearing Time: 9:30 a.m.

**SUPPLEMENTAL FINAL APPLICATION OF MCGUIREWOODS LLP FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES AS COUNSEL**

McGuireWoods LLP ("McGuireWoods"), counsel for Richard J. Mason, not individually, but solely as the trustee ("Mason" or the "Trustee") in the above-captioned bankruptcy cases, submits this Supplemental Final Application (the "Application") of McGuireWoods for Allowance of Compensation and Reimbursement of Expenses as Counsel for the Trustee for Certain Services (the "Applicable Services") provided to the Trustee during the period from December 19, 2011, through March 1, 2012 (the "Compensation Period") and requests the entry of an order allowing and authorizing payment of the supplemental final compensation (the "Compensation") in the amount of \$18,727.50 and the final reimbursement of expenses (the "Expense Reimbursement") in the amount of \$587.97 services provided and expenses incurred by McGuireWoods as counsel to the Trustee to be paid from funds held in the estate as more fully described below, and, in support thereof, respectfully states as follows:

Summary

1. As described in greater detail below, McGuireWoods seeks supplemental final awards of compensation and expense reimbursement for services provided to the Trustee in connection with efforts to make final distributions to creditors and the closing of this complex

case.

2. As a result of McGuireWoods efforts, the Trustee was able to collect approximately \$8 million for distribution to creditors, pay all allowed chapter 7 and chapter 11 administrative expenses claims (including substantial expenses for the Pension Benefit Guarantee Corporation and post-bankruptcy workman's compensation insurance) and other pre-bankruptcy priority claims, and reduce aggregate unsecured claims by over \$160 Million. The benefit to these estates from McGuireWoods' efforts on behalf of the Trustee was substantial and resulted in a distribution of approximately 15% to general unsecured creditors in a case that originally appeared to be administratively insolvent. In addition, McGuireWoods assisted the Trustee in terminating or transferring substantial defined benefit and defined distribution plans of the Debtor's employees (of which there were several hundred) so that the employees could receive retirement distributions approaching \$24 Million.

Jurisdiction and Venue

3. This is a core matter pursuant to 28 U.S.C. § 157(b)(2)(A).

4. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157(b)(2) and 1334.

5. Venue for these cases and this Application is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

6. On June 29, 2005 (the "Petition Date"), the above-captioned debtors (the "Debtors") filed a voluntary petition for relief pursuant to chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

7. The principal operation of the Debtors was owned by JII Liquidating, Inc., f/k/a

Jernberg Industries, Inc. ("Jernberg Industries"). A significant smaller operation was owned by IM Liquidating, LLC, f/k/a Iron Mountain Industries, LLC ("Iron Mountain"). The third debtor, JSI Liquidating, Inc., f/k/a Jernberg Sales, Inc. ("Jernberg Sales"), served as a sales conduit for Jernberg Industries and Iron Mountain.

8. On the Petition Date, the Debtors filed a motion [Docket No. 27] seeking approval of bidding procedures in connection with the proposed sale (the "Sale") of substantially all of their operating assets to Hephaestus Holdings, Inc. ("New Jernberg") pursuant to an Asset Purchase Agreement (as thereafter amended, the "APA").

9. On August 24, 2005, the Court entered an order authorizing and approving the Sale to New Jernberg (the "Sale Order") [Docket No. 421].

10. On September 26, 2005, the Court entered an order converting these cases to cases under chapter 7 of the Bankruptcy Code as of 12:01 A.M. on October 10, 2005 (the "Conversion Date") [Docket No. 529]. Mason was appointed the Trustee shortly thereafter.

11. On October 27, 2005, the Court entered an order authorizing the Trustee to retain McGuireWoods as counsel to the Trustee nunc pro tunc to October 7, 2005 (the "Retention Date") [Docket No. 585].

12. On December 14, 2006, the Court entered an Order [Docket No. 806] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$459,708.00 and reimbursement of expenses of \$17,920.00 for services provided to the Trustee during the ten-month period from October 7, 2005, through July 31, 2006.

13. On August 30, 2007, the Court entered an Order [Docket No. 954] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$398,089.50 and reimbursement of expenses of \$9,469.30 for services provided to the Trustee during the eight-

month period from August 1, 2007, through March 31, 2007.

14. On December 18, 2007, the Court entered an Order [Docket No. 1031] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$376,421.00 and reimbursement of expenses of \$15,820.65 for services provided to the Trustee during the seven-month period from April 1, 2007, through July 31, 2007.

15. On August 21, 2008, the Court entered an Order [Docket No. 1127] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$449,923.50 and reimbursement of expenses of \$11,310.09 for services provided to the Trustee during the seven-month period from August 1, 2007, through February 29, 2008.

16. On December 18, 2008, the Court entered an Order [Docket No. 1155] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$377,809.50 and reimbursement of expenses of \$11,538.06 for services provided to the Trustee during the seven month period from March 1, 2008, through September 30, 2008.

17. On June 18, 2009, the Court entered an Order [Docket No. 1181] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$213,765.00 and reimbursement of expenses of \$6,870.83 for services provided to the Trustee during the five month period from October 1, 2009 through February 28, 2009.

18. On December 11, 2009, the Court entered an Order [Docket No. 1204] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$630,557.50 and reimbursement of expenses of \$32,088.40 for services provided to the Trustee during the five month period from March 1, 2009 through October 31, 2009.

19. On May 20, 2010, the Court entered an Order [Docket No. 1219] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$121,748.50 and

reimbursement of expenses of \$3,151.00 for services provided to the Trustee during the five month period from November 1, 2009, through March 31, 2010.

20. On August 26, 2010, the Court entered an Order [Docket No. 1240] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$83,182.00 and reimbursement of expenses of \$1,553.73 for services provided to the Trustee during the three month period from April 1, 2010, through June 30, 2010.

21. On December 16, 2010, the Court entered an Order [Docket No. 1256] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$181,677.00 and reimbursement of expenses of \$4,775.55 for services provided to the Trustee during the four month period from July 1, 2010 through October 31, 2010.

22. On August 9, 2011, the Court entered an Order [Docket No. 1329] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$191,517.40 and reimbursement of expenses of \$4,406.07 for services provided to the Trustee during the eight month period from November 1, 2010 through June 30, 2011.

23. On November 22, 2011, the McGuireWoods filed the Final Fee Application of McGuireWoods for Allowance of Compensation and Reimbursement of Expenses as Counsel for the Trustee ("Final Fee Application") [Docket No. 1353]. The Final Fee Application sought, among other things, payment of final compensation in the amount of \$82,384.50 and final expense reimbursement in the amount of \$2,726.70.

24. On December 22, 2011, the Court entered an Order [Docket No. 1368] approving and authorizing the Trustee to disburse to McGuireWoods compensation of \$82,384.50 and reimbursement of expenses of \$2,726.70 for services provided to the Trustee from July 1, 2011 through the December 15, 2011.

25. The order entered by the Court on December 22, 2011, also deemed all previously awarded interim compensation and expense reimbursement to be deemed final. Accordingly, the Court has awarded McGuireWoods a total of \$3,566,783.40 in compensation and \$121,630.38 in reimbursement of expenses on a final basis since the Retention Date for services provided to the Trustee.

26. At the time of the presentation of the Final Fee Application, McGuireWoods could not determine the amount of additional work that would have to be performed to facilitate distributions to creditors and the closing of the case and Judge Squires was reluctant to award future compensation on an estimated basis. Thus, McGuireWoods did not receive compensation for its services subsequent to December 16, 2011.

Closing of Case

27. On November 22, 2011, the Trustee filed his Trustee's Final Report [Docket No. 1355].

28. On December 22, 2011 the Court entered an Order approving the Trustee's Final Report and authorizing and allowing the Trustee to pay outstanding chapter 7 administrative expenses (including the Trustee's professionals), paying in full creditors holding priority claims, including substantial claims of the Pension Benefit Guarantee Corporation, and paying a dividend of approximately 15% to general unsecured creditors.

29. The Trustee has distributed almost the entire amount of the funds on hand to the appropriate creditors and the Trustee was successful, with the assistance of McGuireWoods, to pay nearly every creditor with an allowed general unsecured claim its respective distribution from the Estate. Of the millions available for distribution to unsecured creditors, only \$4,571.52

remained for distribution to creditors whom the Trustee could not locate ("Unclaimed Funds").¹

30. On August 22, 2012, after final distributions were made, the Trustee received correspondence from in-house counsel for General Electric Capital Corporation ("GECC") stating the GECC had recently discovered that prior to the Petition Date, the Debtors had made certain overpayments to GECC with respect to certain equipment leases.² The Trustee was unaware of, and could not have discovered, these pre-petition overpayments. GECC stated that it determined that the prepetition overpayments totaled \$16,041.10 and should be turned over to the Trustee ("GECC Funds"). On or about November 5, GECC turned over the GECC Funds to the Trustee. The Trustee currently holds the GECC Funds in the Estate's bank account.

Relief Requested

31. Through this Application, McGuireWoods seeks the entry of an order, pursuant to sections 330 and 331 of the Bankruptcy Code approving and authorizing payment of the Compensation in the amount of \$18,727.50 on a final basis and the Expense Reimbursement in the amount of \$587.97 on a final basis incurred representing the Trustee during the Compensation Period with payment to come exclusively from the GECC Funds. A detailed abstract containing specific summaries of all of the services provided by McGuireWoods, including all fees charged and all expenses incurred, is attached hereto as Exhibit A.

McGuireWoods' Services to the Trustee During the Current Compensation Period

32. During the Compensation Period, the McGuireWoods activities have been principally focused on: (i) conferring with creditors regarding distributions; (ii) facilitating the

¹ The Trustee will file a Report of Deposit of Unclaimed Funds to the Clerk of Court and deposit the Unclaimed Funds with the Clerk of the Court.

² General Electric is a client of McGuireWoods. The Trustee does not do any work on behalf of General Electric or GECC and the turnover of the GECC funds did not involve any dispute between the Trustee and GECC.

extensive distribution to creditors prior to the end of 2011; (iii) attending to correspondence from parties regarding the Trustee's Final Report; and (iv) appearing before the Court and presenting the Trustee's motions to pay compensation to professionals and approval of the Trustee's Final Report.

33. The normal hourly rates charged by the principals, associates, and paraprofessionals of McGuireWoods for the period covered by this application are as follows:

Name	Title	Specialty	Total Hours	Rate (\$/hour)	Total Value
Richard J. Mason	Partner	Bankruptcy	4.0	\$695	\$2,780.00
			5.5	\$675	\$3,712.50
Paul J. Catanese	Associate	Bankruptcy	4.7	\$400	\$1,880.00
			22.9	\$350	\$8,015.00
Kimberly McFarland	Paralegal	Bankruptcy	10.4	\$225	\$2,340.00
Total			47.5		\$18,727.50

34. The blended rate of attorneys and paraprofessionals representing the Trustee for the above-described services is approximately \$390.00.

Use of GECC Funds for Compensation and Expenses Associated with the Closing of the Case

35. As set forth above, subsequent to the Court allowance of Applicant's Final Fee Application, McGuireWoods expended 47.5 hours of time and advanced \$587.97 in expenses with respect to matters connected with distributions to creditors and the closing of these cases, for which it has not received payment. The Trustee seeks authority to pay McGuireWoods compensation and expense reimbursement from the GECC Funds for several reasons.³ First, §§

³ The Trustee may be required to pay certain bank fees associated with the deposit of the GEEC Funds. Should the Court award McGuireWoods the entire amount of Compensation and Expenses Reimbursement sought, the Trustee

507 and 726 of the Code requires that compensation and expense reimbursement be paid prior to distributions to unsecured creditors. Second, a pro-rata distribution of the GECC Funds to creditors on account of allowed general unsecured claims (which total more than \$17.1 million) would result in a distribution of less than .01%. Thus, a distribution of the GECC Funds to general unsecured creditors, notwithstanding the priorities set forth in § 726, would be impractical. Further, in connection with the Final Fee Application, McGuireWoods sought \$5,250.00 (estimated at fifteen hours at Mr. Catanese's standard hourly rate of \$350) in compensation to account for certain anticipated time to be expended in connection with the closing of the case but not yet incurred at the time of filing Final Fee Application. McGuireWoods took a deliberately conservative approach of estimating its future fees, and, indeed expended more than fifteen hours in connection with the last stages of the case prior even to the hearing on the Final Fee Application and the Trustee's Final Report. *See* Docket No. 1362 (reflecting time detail for services provided from November 9, 2011 through December 15, 2011).⁴ Finally, should the Court decline to award McGuireWoods the Compensation and Expense Reimbursement sought in this Application, the Trustee will likely be forced to abandon the GECC funds under § 554 to avoid having to file 2012 federal and state income tax returns. Thus, McGuireWoods believes that the payment of compensation and expense reimbursement from the GECC Funds is appropriate.

Nature of Services Performed by McGuireWoods

36. All services performed by McGuireWoods for which Compensation is being

seeks to pay the entire amount of the GECC Funds to satisfy the allowed Compensation and Expense Reimbursement, less any bank fees.

⁴ Further, Mr. Mason, when requesting his final compensation as Trustee, requested approximately \$13,000 less than the formula under 11 U.S.C. § 326. *See* Final Application of Richard J. Mason, Chapter 7 Trustee, for Allowance of Compensation and Reimbursement of Expenses at ¶¶ 25 – 26 [Docket No. 1354].

sought during the Compensation Period were performed for and on behalf of the Trustee.

37. This Application has been prepared with the intention of complying with the applicable standards set forth in the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and Local Rule of Bankruptcy Procedure 5082-1.

38. None of the payments received by McGuireWoods will be shared with any other party, nor are these payments subject to any sharing arrangement between McGuireWoods and any third party.

Nature of Services	Approximate Hours	Approximate Value
0002-Creditors and Claims	47.5	\$18,727.50
Total	47.5	\$18,727.50

39. In accordance with section 330 of the Bankruptcy Code, McGuireWoods represents that the amount of fees and expenses are fair and reasonable given: (a) the complexity of this case and the relevant adversary proceedings; (b) the time expended; (c) the nature and extent of the services rendered; (d) the value of such services; and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

40. For the Compensation Period, McGuireWoods provided a wide variety of legal services to the Trustee. The services McGuireWoods performed during the Compensation Period are categorized and described in detail in the itemized statement attached hereto and made a part hereof as Exhibit A. The following chart is a brief overview of the services provided by McGuireWoods for which it seeks Compensation and includes the approximate hours expended and the approximate value of those services.

41. A general summary of the services provided by McGuireWoods to the Trustee during the Compensation Period, includes:

(a) Creditors and Claims: During the Compensation Period, McGuireWoods (i) assisted the Trustee with distributions to creditors; (ii) address various communications from creditors regarding distributions; and (iii) appeared before the Court regarding the Trustee's Final Report and applications for compensation. **Total Fees: \$18,727.50.**

42. McGuireWoods has generally divided projects among the attorneys representing the Trustee in these cases and has attempted to avoid any duplication of attorney time spent on each project.

Computation of Compensation

43. The services performed by McGuireWoods during the Compensation Period required a total time expenditure of 47.5 hours on the part of the principals, associates and paraprofessional of McGuireWoods. The services for which McGuireWoods is seeking compensation are set forth with particularity in Exhibit A. Based on the nature, extent and value of the services for which McGuireWoods is seeking compensation, the time spent on such services and the cost of comparable services other than in a case under the Bankruptcy Code, such services have a value of not less than \$18,727.50

Expenses

44. In addition, McGuireWoods incurred certain reasonable and necessary expenses during its representation of the Trustee in the amount of \$530.13. A detailed breakdown of these expenses is contained in Exhibit A. The expenses relate to charges for: (i) in-house copy charges; (ii) postage; and (iii) messenger and Federal Express charges. A summary of these

reasonable and necessary expenses is provided below:

(a) In-House Copying (\$75.80): McGuireWoods bills \$0.10 per page for all regular internal copies. Such charges are reasonable and customary in the legal industry, representing costs of copy materials, outside services, acquisition, maintenance, storage and operation of copy machines, and maintaining the copy center.

(b) Postage (\$188.32): McGuireWoods seeks reimbursement of actual postage expenses incurred in sending correspondence, notices, pleadings and other documents to appropriate parties in this case.

(c) Messenger and Federal Express Charges (\$266.01): McGuireWoods seeks reimbursement of \$5.50 in messenger charges and \$260.51 in Federal Express charges.

Notice

45. Sections 330 and 331 of the Bankruptcy Code require notice and a hearing before any action on this Application. McGuireWoods has mailed a copy of the Notice of this Application to (i) the creditors on the consolidated list of the thirty largest creditors of the Debtors, (ii) the United States Trustee, and (iii) those parties who have requested receipt of pleadings in these cases pursuant to Federal Rule of Bankruptcy Procedure 2002. A copy of the notice mailed to the parties set forth above is attached hereto as Exhibit B. Trustee requests that the Court determine that such notice is adequate and appropriate under the circumstances. Additionally, a complete copy of this application with all supporting exhibits has been served electronically on all parties receiving electronic notices from the Court pursuant to the Court's electronic filing system (a/k/a ECF). McGuireWoods will make copies of this Application and all supporting documentation available to any party in interest that submits a written request to

Paul J. Catanese via regular mail at McGuireWoods LLP, 77 W. Wacker Drive, Suite 4100, Chicago, IL 60601; via facsimile at (312) 920-3697; or via electronic mail at pcatanese@mcguirewoods.com.

WHEREFORE, McGuireWoods prays this Court enter an order (i) allowing McGuireWoods' final compensation of \$18,727.50 as payment for legal fees and professional services; (ii) allowing final reimbursement of expenses to McGuireWoods in the amount of \$587.97; (iii) authorizing the Trustee to pay these final fees and expenses from the GECC Funds (less any bank fees which may be incurred by the Trustee); provide however such payment shall not exceed the total of the allowed compensation and expense reimbursement; (iv) approving the form and manner of notice provided to creditors and other parties in interest; and (v) granting such further relief as the Court deems just and appropriate.

November 28, 2012

By:

/s/ Paul J. Catanese
One of the Attorneys for the Trustee

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